

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
THE BOARD OF TRUSTEES OF THE SOUTHERN	:
CALIFORNIA IBEW-NECA DEFINED CONTRIBUTION	:
PLAN, <i>on behalf of itself and all others similarly situated</i> ,	:
	:
Plaintiff,	:
	:
vs.	:
	:
THE BANK OF NEW YORK MELLON CORPORATION	:
and BNY MELLON, NATIONAL ASSOCIATION,	:
<i>formerly known as MELLON BANK, N.A.</i> ,	:
	:
Defendants.	:
	:
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**NOTICE OF MOTION FOR ATTORNEYS' FEES AND COSTS**

PLEASE TAKE NOTICE that upon the accompanying memorandum of law and supporting declaration of Christopher E. Duffy, defendants The Bank of New York Mellon Corporation and BNY Mellon, N.A. (together, "BNYM") hereby move in the United States District Court for the Southern District of New York, before the Honorable Richard M. Berman, for an order pursuant to Fed. R. Civ. P. 54(d)(2) requiring plaintiff the Board of Trustees of the Southern California IBEW-NECA Defined Contribution Plan ("Plaintiff") to pay BNYM's attorneys' fees and costs incurred in connection with BNYM's successful defense of this action, as required by Article V.1(b) of the Securities Lending Agreement and Guaranty dated as of May 29, 1998, which Plaintiff attached as Exhibit A to its Amended Complaint.

PLEASE TAKE FURTHER NOTICE that pursuant to the Court's instructions at the hearing in this action on May 4, 2010, Plaintiff shall file its responsive papers by June 9, 2010, and BNYM shall file its reply papers by June 16, 2010.

Dated: May 26, 2010  
New York, New York

Respectfully submitted,

/s/

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*Attorneys for Defendants Bank of New  
York Mellon Corp. and BNY Mellon, N.A.*

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that I caused a true and correct copy of the foregoing NOTICE OF MOTION FOR ATTORNEYS' FEES AND COSTS to be served via ECF, electronic mail and U.S. Mail on May 26, 2010 to Plaintiff through its counsel:

Stephen R. Astley  
ROBBINS GELLER RUDMAN & DOWD LLP  
120 East Palmetto Park Road, Suite 500  
Boca Raton, Florida 33432

/s/  
Christopher E. Duffy